Exhibit "1"

Page Excerpts from [DE 7-10] Deposition of Jacob Gitman (12-29-09) (pgs. 42-60)

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- Q. The Sveta apartment?
- A. Yes.
- Q. So clearly this signature and this signature, the two are different; correct?
 - A. Yes.
- Q. Now, this document is the articles of amendment to the articles of incorporation to Agro Energy Holdings, LLC. A company that you say Oleg Shvabsky had organized before you had gotten involved with Agro Energy; correct?
 - A. Yes. He had this company.
- Q. Whose idea was it to make you the operating manager according to this document?
 - A. Probably mine.
 - Q. Why was that?
- A. Because Oleg, he doesn't speak English. He's good engineer, but he's not business person. I'm not good business person also, but better than him. And he's not ambitious at all.
- Q. And so what was the arrangement for you to become the operating manager for this company?
- A. No, no. Actually it was my suggestion. But what he wanted to do, just to keep filing patents and maybe somebody will buy those patents or whatever.

And I told him, it's not the way to go in the market to introduce our ideas. I told him we have to



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actually build something using our ideas, and it was not easy to convince him to do it.

- Q. And by this time, had you discussed Agro Energy with Michael Giventer -- and I say by this time. This document is dated July 21st, 2008.
- A. I don't recall discussing with him information of the company. He knew definitely that it was going to come.
 - Q. How could you know that?
- A. No. We spoken with him, and of course he spoke with his father-in-law. But in actual process of forming the company, I don't recall that he was involved.
 - Q. Well, you said the company was formed before you-
- A. (Interposing) No. I mean, to transfer like -- how it started all, I invested in this company a hundred thousand dollars. First hundred thousand dollars I put there. It was my money.
 - Q. In which company?
 - A. Agro Holdings.
 - Q. When did you do that?
- A. When it was formal. I opened bank account about the same time.
 - Q. Same time as what?
 - A. When we transformed -- when I joined the company.
- Q. So according to this document you were added as the operating manager on July 21st, 2008? Around that time?



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- A. Yeah. About the same time -- actually I invested like hundred thousand dollars in this company.
- Q. Whose idea was it to invest the hundred thousand dollars to become the operating manager?
 - A. My idea.
 - Q. Was that discussed with Michael Giventer?
 - A. No
- Q. By this time had you had any discussions with Michael Giventer?
- A. About the company, I'm not sure. But about this development, yes, of course we spoke.
 - Q. What development?
- A. About algae, about drop off systems.
- Q. So prior to July 21, 2008 and prior to you investing a hundred thousand dollars, you discussed the idea of a fuel drop off system with Michael Giventer?
 - A. Yes.
- Q. And then the decision to go ahead and invest the hundred thousand dollars and become the operating manager was your idea?
- A. Yes.
 - Q. And you presented that to who?
 - A. To Oleg.
 - Q. Only Oleg?
 - A. He's the only officer of this company. So nobody



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- Q. That wasn't my question.
 - Was it only with Oleg that you had this discussion?
- A. Yes.
- Q. Was Michael present?
- A. No. I don't remember him present.
- Q. No? Or you don't remember? Those are two different answers.
- A. You know, it's not like immediately event, you know. I spent with Oleg a lot of time. We were working for ten, twelve hours a day designing those things.
 - Q. Right. But you said Oleg is not a businessman.
- A. He's not a businessman.
 - Q. So who did you discuss this thing with?
- A. No. I told him that the next move -- it's not like I told him and we decided to do it right away. It was like my intention, and I gradually brought it to him that, listen, we have to do next move and commercializing this.
 - Q. And those discussions with only with Oleg?
 - A. Yes.
 - Q. Never with Michael?
- A. Michael mostly was in Ukraine. He wasn't there all the time.
 - Q. What was he doing in the Ukraine?
 - A. I don't know. He had some business. I don't know.



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He's always in Ukraine.

- Q. Doing what?
- He helps us, but is not his main business. A.
- What is his main business? Q.
- He's doctor or something in medicine. Α,
- He's not a doctor in Ukraine. ٥.
- Something in medicine, but I'm not very good with Α. that.
 - Q. You're not what?
 - I'm not aware of his other business besides ours. A.
 - How do you know he has another business? ο.
- No. I know that he worked with somebody there. He A. does something, but what exactly I don't know.
- 14 How do you know?
- 15 I overheard his conversations on the phone. 16
 - Q. With who?
- 17 A. I don't know.
 - So you were present while he was having a Q. conversation on the phone?
 - A. Yeah. He was talking on the phone, and something medical arena I understand.
 - Are you aware at all of the proceedings that occurred in the State of Texas relative to Michael Giventer and his wife?
 - Yeah. He told me that they had hospital there and



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it was -- it was bankruptcy procedure. And he was indicted, and he had like some financial problems. He told me about that.

- Q. Did he tell you that he testified under oath that he had no involvement in the start up of certain companies and other people came in, and he testified that he was never involved in the start up of those companies, and the judge has since ruled otherwise and said he was involved in the very beginning? And now all those companies are in receivership?
 - A. No. I didn't know that.
- Q. Because it sounds a lot like what is going on here, don't you think?
- A. I don't know about that he's not allowed to be involved in start up company. He didn't tell me about that.
- Q. I didn't say that he wasn't allowed to be in start up companies.
 - A. So what is the problem?
- Q. I only said that this scenario sounds a lot like the scenario down there that people are saying that he had no involvement in the start up of the company, because that's what he's asked them to do; make sure that they testified that he had no involvement in the start up of the companies. And now there's contempt proceedings in Texas and people are in some serious trouble, and all the



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companies that he ever touched or had any relationship to whatsoever are in receivership.

Are you aware of that?

- A. No: No. He told me that he is subject to a few lawsuits still going on. He has judgement against him of significant amount, and that he had bankruptcy.
- Q. So did he tell you that this is the reason that he can't put his name on any companies right now?
- A. No. But we never discussed this. But he told me about this situation.
- Q. But he never said that because of that situation he can't have his name on any company?
- A. No. But it's kind of obvious, who is going to work with him if he's subject to a few lawsuits plus nasty divorce, plus bankruptev.
- Q. So you know that he wouldn't want you to put him on any-
- A. (Interposing) Of course I don't want to put him on any company.
- Q. So even if you were heavily involved and he was a part owner and a manager of the company, you would know well enough not to put his name on any of the documents with those types of judgements and problems behind him; correct?
- A. I don't want to have him as a partner, of course, in this situation. Would you?



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- Q. Even though he might be a partner, I certainly wouldn't want to list him; right?
- A. You know, he's supposed to -- Bob Miller left the company Agro Energy because of actions taken by State Farm.
- Q. No. Well, the actions that State Farm took apparently have caused Bob Miller concern are telling Bob Miller the truth that apparently you and Michael Giventer were not telling him; is that accurate?
 - A. It's so-
 - Q. (Interposing) Is that accurate?
 - A. I don't understand what this is.
- Q. Do you understand that the reason Bob Miller has concerns about you and the company is because it turns out that you and the company and Michael Giventer did not tell Bob Miller the truth about Michael Giventer?
- A. Bob Miller always knew about problems with Michael Giventer. He knew about it.
 - Q. Which problems did he know about?
- A. He knew that he is subject of lawsuit, bankruptcy and whatever. He knew it from the very beginning.
 - Q. That's not what Bob Miller said.
 - A. No. At least what I told him.
- Q: Bob Miller said the only problem he was aware of was that Michael Giventer was going through a bad divorce.
 - A. But divorce, bankruptcy, and some nasty financial



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24 25 Q. He didn't know about those. He only knew about the divorce.

What nasty divorce is it that you told him about?

- A. Michael told me terrible stories about his divorce. It's still going on. His wife is big time after him.
 - Q. Which wife?
 - A. The one which was before this one.
 - Q. Margaret?
 - A. I don't know the name.
- Q. Because she already got remarried. What nasty divorce is he still going through?
- A. He told me stories that she attacked him in airport and she took all his businesses, and you know.
 - Q. That was ten years ago.
 - A. He said that there's still something going on.
- Q. So Michael Giventer has you believing that currently there's still something going on with his ex-wife Margaret?
 - A. Yeah.
 - Q. And that's the reason-
- A. (Interposing) She demands from him money, and he doesn't have this money. And she takes possession of his properties, cars, what have you.
 - Q. What properties?



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A. I don't know.

Q. What cars?

- A. He said that she took his car.
- Q. What car did he have that she took?

A. And he -- actually it wasn't his car. The car was. he was driving, she was trying to take it away from him. I don't know, and she always demand money from him. He said that he still owes you a lot of money.

But coming back to Bob Miller, Bob Miller is supposed to bring us cash and stock. You know, what is reverse merger? According to this transaction, Michael is supposed to have some stocks with -- we didn't discuss what actual stocks. And I told him, listen, with all your problems, how are you going to handle this? Do you understand that all the stocks will be like confiscated or whatever?

And he said, yeah, I understand all responsibilities, but still I want to have some stocks. And those stocks would be restricted stocks

- Q. Because why?
- A. When you do reverse merger you're not allowed to sell, how Bob explained it, and you keep it at least two years. So if you jump on this like couple months like later, you probably can have some -- because Michael wanted to have stocks in his name.



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- Q. He what? Michael what?
 - A. Michael wanted to have stocks in his name.
- Q. Well -- well, didn't Michael say that there's an opportunity for him to get past all this where he can start owning-
- A. (Interposing) Maybe he wants to do it. I don't know. Maybe he wanted to trade in all those stocks and settle with you.
- Q. Why is he not talking to me anymore? Did he tell you?
 - A. He is very upset with you about something.
 - Q. He is upset with me?
- A. But it is something between you guys. I don't want to -- you probably don't like him either.
- Q. I have nothing against him, except that he owes my client money.
- A. So what I'm trying to -- that he didn't afraid to take stocks in his name, and maybe he wanted to give those stocks to you.
- Q. So if Bob Miller knew about his bankruptcy, and Bob Miller knew about his indictment, and Bob Miller knew about the problems that he had in Texas, and Bob Miller knew about his ugly divorce, what is it-
- A. (Interposing) I'm not sure he knew about indictment.



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- Q. What is it that I could have told Bob Miller that would have made Bob Miller reconsider working with Agro?
- A. What Bob Miller told us -- told him, and probably Michael also because Michael spoke with him -- that State Farm, it's not the company he wants to fight with. He knew that Michael had some problems, but he said State Farm won't let it go, and he doesn't want to proceed with this anymore because he is afraid of State Farm's actions.
 - Q. Bob Miller is?
 - A. Yes.
- Q. So when Michael or you told Bob Miller about all these problems that Michael was having, no one mentioned that it was State Farm?
- A. Actually, I didn't know about State Farm. I knew that he had some problems with this. But I didn't know about you. I didn't know about State Farm. Maybe it's a Joe Schmoe company which is something between always going small lawsuits, and they usually settle. But not in such extent.
- Q. And did Bob Miller suggest a way for you guys to get out of this problem?
- A. No. He said that he is going out, and he just took his name out, and the deal is off. So we're out of 24 million dollars in investment.
 - Q. That's not what Bob Miller told me.



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- A. No. It is a fact that he is out of the deal now, and we have term sheet signed with him.
 - Q. Did he somehow revoke that term sheet?
- A. Still open. He didn't officially revoke, but verbally he said he doesn't want to proceed.
- Q. He didn't say that he doesn't want to proceed unless you guys resolve the issue with State Farm?
 - A. No. He said that he just wants out.
- Q. So you wanted the deal to go through with Bob Miller; correct?
 - A. No. I wanted his money, of course.
- Q. And you would like to see a way for Bob Miller to stay in the deal; correct?
- A. It is not about Bob Miller. It's about Bob Miller bringing investment into the company.
- Q. Of course. But you don't have Bob Miller, that means that you don't have the money; correct?
 - A. Yeah.
 - Q. You have to start all over again?
 - A. Start over or just scrap it.
- Q. So if Bob Miller were in the company and he brought you the money, you think this company will make you and Michael Giventer and Oleg a lot of money?
- A. It is not just about money. It is very good company. You know, we could help -- we could solve energy



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independence for this country.

- Q. Which would make you a lot of money?
- A. This is true.
- Q. You haven't done too many things that weren't motivated by money?
- A. Money is a big factor, of course. But you know, in this specific I would make much more money just sending fuel to U.S. Government. You know, fuel costs us two, three dollars a gallon and we sell it for fifteen. But I'm not sure. Could you take it off. fifteen?
- Q. You don't even know who is selling it, so don't worry about it.

So the Government is starting to look at alternative fuel sources?

- A. It was my suggestion. I spoke with air force people. They are waiting for us to start producing. It is not just about air force or whatever. You can make -- we can build those plants in South Florida and supply fuel to all United States: We have plenty of sun here.
- Q. Which would in turn make a lot of money for the company that supplied it?
 - A. Of course:
- Q. And so your preference would be to do the deal with Bob Miller?
 - A. My preference to get the 24 million dollars to



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build the first plant here in Florida.

- Q. And did Michael Giventer or Bob Miller convey to you what it would take for State Farm to let Agro Energy and Michael Giventer doing what it is that they're currently doing?
- A. No, Bob Miller I didn't never discussed with him. But Michael said that he owes you like 20 million dollars or 18 million dollars which for him it is impossible for him to pay.
- Q. You're not aware of the deal that was proposed to him and how he can get the situation behind him and allow him to continue working with you and Agro?
 - A. No.
- Q. If the deal required a \$250,000 down payment, is that something that you would invest in to allow Agro Energy to continue on assuming that Bob Miller would continue to supply the funding?
 - A. If Bob Miller will guarantee the funding.
 - Q. I'm sorry?
- A. If Bob Miller will guarantee the 24 million dollars.
- Q. Then you would invest \$250,000 to get Michael out of temporary trouble so that you can continue on?
 - A. If I have 24 million, of course I would do it.
 - Q. And before I contacted Bob Miller, what conditions



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were left in order for Bob Miller to make this investment or help to secure this investment in the company?

- A. No. He said that everything is ready. He wants to do a reverse merger. He wants to make us public so -- and we even hired like Greenberg Traurig to pay them \$60,000 to complete this-
 - Q. (Interposing) Who paid them \$60,000?
 - A. Me.
 - Q. When was that?
- A. When was that? It's process. Not just one down payment. It is installment.
- Q. How much money have you invested in Agro since you first met with Oleg about it in the middle of 2008?
- A. I can tell you all invested into the company. First it was \$100,000. Then it was about \$50,000 from myself. Then both of us invested \$200,000. It's when we started construction on the plant.
 - Q. When you say "both of us"?
 - A. Oleg brought \$200,000 and myself brought \$200,000.
 - Q. Where did Oleg get \$200,000?
- A. For me it's also good question, but he brought this money.
 - Q. You don't know where it came from?
 - A. I don't know, but it came from his-
 - Q. (Interposing) You know, we've met Oleg.



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- He's a nice guy. A.
- Q. Do you know what my investigator says about Oleg? He can't tie his own shoes.
- But he is very good engineer. You have to see his patents. You know, this guy could be billionaire one day. It's just sitting there.
 - He just doesn't know what to do with it? Q.
 - He doesn't know. He is excellent engineer. Α.
 - He needs a good businessman? Q.
- A. ` He needs not me. I'm not so god in this. somebody like Bob Miller, more professional. Maybe my son, my middle son. He is very sharp.
- Do you know whether or not Shvabsky is actually O. Oleg's last name?
 - A,. I know him only like Shvabsky.
 - Have you ever met Julia, Michael's wife? Q.
 - A. Yeah.
 - What's his relationship with Oleg? Q.
 - She's his daughter. . A.
 - What is her last name? Q.
- A. I don't know.
- Q. Do you have any reason to believe why Oleg would be using an alias last name?
 - Why he has alias last name? A.
 - Yes. Because Shvabsky is not his last name. Q.



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- A. I don't know. What is his last name?
- Q. Schvabskya.
- A. That's impossible because Shvabsky is man. Schvabskya is woman.
- Q. The last names are different whether it's a man or woman?
- A. Of course. His wife is Schvabskya. He is Shvabsky.
 - Q. Come on.
- A. Listen, I mean, I'm brought up in Russia. It is Russian.
- Q. And I know a lot of different Russian people, and husband and wife don't have different last names.
 - A. Always. Shvabsky and Schvabskya.
 - Q. And they're spelled different ways.
- A. Yeah.
- Q. One is S-h and one is S-c-h.
- A. They end always different.
 - Q. But the middle is different, too.
- A. No, maybe. But Shvabsky, it is man. Schvabskya is woman.
 - Q. Okay. That's a good one.
- A. No. You can talk to anybody Russian and they will confirm it. There are certain names like Gitman it is the same. But Polish name or Ukrainian name which ends in



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- Q. One day you and I will have a cup of coffee and I'll tell you some of the things that we found out about Oleg and his family.
- A. I would be very interested to listen. I like the guy. He is very good quy.
- Q. Because Robert Miller says that about you. He wished that none of this mess were present, too. Because he believes in your company. At least that's what he's told
- Q. Yeah. But you told him something bad about me, also.
- Q. You told him only what I know. And what I know is what I have my investigators tell me, and so far I've discovered that most of it's pretty accurate.
- A. But what is the story about armored cars or whatever? He started asking me about armored cars.
 - Q. Why are you looking for an armored car?
 - A: Armored car?
- Q. Well, your name and your email address were used online in an attempt to purchase-
 - A. (Interposing) I bought a
 - Q. (Interposing) Double armored Mercedes 600 SCL.
 - A. Yeah. We bought two of them.
 - Q. Double armored.



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